

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/30/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
LoopNet, Inc.		05/30/2006	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	LoopNet, Inc.
Street Address:	181 W. Huntington Drive, Suite 208
City:	Monrovia
State/Country:	CALIFORNIA
Postal Code:	91016
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	2494775	LOOPLENDER
Registration Number:	2700154	LOOPLINK
Registration Number:	2734305	LOOPLINK SITEBUILDER
Registration Number:	2798101	LOOPNET
Registration Number:	2779845	LOOPNET

**CORRESPONDENCE DATA**

Fax Number: (213)680-6499  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 213-229-8462  
 Email: diane.lambillotte@bingham.com  
 Correspondent Name: Diane M. Lambillotte  
 Address Line 1: Three Embarcadero Center  
 Address Line 4: San Francisco, CALIFORNIA 94111

**CH \$140.00 2494775**

NAME OF SUBMITTER:	Diane M. Lambillotte
Signature:	/diane m. lambillotte/
Date:	10/11/2006
Total Attachments: 3 source=mergerdocs#page1.tif source=mergerdocs#page2.tif source=mergerdocs#page3.tif	

**CERTIFICATE OF MERGER**

**OF**

**LOOPNET, INC.,**  
a California corporation

**INTO**

**LOOPNET, INC.,**  
a Delaware corporation

Under Section 252(c) of the Delaware General Corporation Law, LoopNet, Inc., a Delaware corporation, hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger are (1) LoopNet, Inc., a California corporation, and (2) LoopNet, Inc., a Delaware corporation.

SECOND: An agreement and plan of merger (the "Agreement and Plan of Merger") providing for the merger of LoopNet, Inc., a California corporation (the "Disappearing Corporation"), into LoopNet, Inc., a Delaware corporation (the "Surviving Corporation"), has been duly approved, adopted, certified, executed and acknowledged in accordance with Section 252(c) of the Delaware General Corporation Law.

THIRD: The full name of the Surviving Corporation is LoopNet, Inc.

FOURTH: The certificate of incorporation of LoopNet, Inc., a Delaware corporation, shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The Agreement and Plan of Merger as executed is on file at the principal place of business of the Surviving Corporation at:

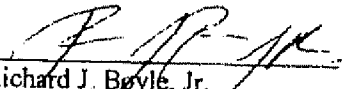
185 Berry Street, Suite 4000  
San Francisco, California, 94107

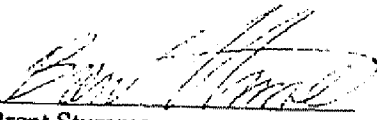
SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The aggregate number of shares of stock which the Disappearing Corporation has the authority to issue is 66,397,886 shares, all of which shares have \$0.001 par value and are designated common and preferred stock.

LoopNet, Inc., a Delaware corporation, has caused this Certificate to be signed in San Francisco, California, by Richard J. Boyle, Jr., its President, Chief Executive Officer and

Chairman of the Board of Directors and Brent Stumme, its Chief Financial Officer and Senior Vice President, Finance and Administration, who affirm under penalties of perjury that the facts stated in this Certificate are true this May 30, 2006.

By:   
Richard J. Boyle, Jr.  
President, Chief Executive Officer and Chairman of  
the Board of Directors

By:   
Brent Stumme  
Chief Financial Officer and Senior Vice President,  
Finance and Administration

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